

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

LAW ENFORCEMENT HEALTH BENEFITS
INC., on behalf of itself and all others similarly
situated,

Plaintiff

v.

ASTRAZENECA PHARMACEUTICALS L.P.;
ASTRAZENECA L.P.; ASTRAZENECA UK
LIMITED; HANDA PHARMACEUTICALS, LLC;
PAR PHARMACEUTICAL, INC.; and ACCORD
PHARMACEUTICALS, INC.

Defendants.

Civil Action No. 1:19-CV-08296-CM
End-Payor Class Action

USDC SDNY

DOCUMENT

ELECTRONICALLY FILED

DOC #:

DATE FILED: 10/2/19

FRATERNAL ORDER OF POLICE, MIAMI
LODGE 20, INSURANCE TRUST FUND, on behalf
of itself and all others similarly situated,

Plaintiff

v.

ASTRAZENECA PHARMACEUTICALS L.P.;
ASTRAZENECA L.P.; ASTRAZENECA UK
LIMITED; HANDA PHARMACEUTICALS, LLC;
and PAR PHARMACEUTICAL, INC.

Defendants.

Civil Action No. 1:19-cv-08712-CM
End-Payor Class Action

MAYOR AND CITY COUNCIL OF BALTIMORE,
on behalf of itself and all others similarly situated,

Plaintiff

v.

ASTRAZENECA PHARMACEUTICALS L.P.;
ASTRAZENECA L.P.; ASTRAZENECA UK
LIMITED; HANDA PHARMACEUTICALS, LLC;
and PAR PHARMACEUTICAL, INC.

Defendants.

Civil Action No. 1:19-cv-08856-CM
End-Payor Class Action

WELFARE PLAN OF THE INTERNATIONAL
UNION OF OPERATING ENGINEERS LOCALS
137, 137a, 137b and 137R, on behalf of itself and all
others similarly situated,

Plaintiff

v.

ASTRAZENECA PHARMACEUTICALS L.P.;
ASTRAZENEC L.P.; ASTRAZENECA UK
LIMITED; HANDA PHARMACEUTICALS, LLC;
and PAR PHARMACEUTICAL, INC.

Defendants.

Civil Action No. 1:19-cv-09036
End-Payor Class Action

PIPE TRADES SERVICES MN WELFARE FUND,
on behalf of itself and all others similarly situated,

Plaintiff

v.

ASTRAZENECA PHARMACEUTICALS L.P.;
ASTRAZENEC L.P.; ASTRAZENECA UK
LIMITED; HANDA PHARMACEUTICALS, LLC;
and PAR PHARMACEUTICAL, INC.

Defendants.

Civil Action No. 1:19-cv-09083
End-Payor Class Action

SERGEANTS BENEVOLENT ASSOCIATION
HEALTH & WELFARE FUND, on behalf of itself
and all others similarly situated,

Plaintiff

v.

ASTRAZENECA PHARMACEUTICALS L.P.;
ASTRAZENEC L.P.; ASTRAZENECA UK
LIMITED; HANDA PHARMACEUTICALS, LLC;
and PAR PHARMACEUTICAL, INC.

Defendants.


Civil Action No. 1:19-cv-09094
End-Payor Class Action


~~PROPOSED~~ **STIPULATION ALLOWING FOR CONSOLIDATION AND ENTRY OF
AN INTERIM SCHEDULE**


The parties in the above-captioned litigation have met and conferred and, subject to this
Court's approval, respectfully submit this Stipulation and proposed Order.

WHEREAS, on August 2, 2019, Direct Purchaser Class Plaintiffs (“DPPs”) filed a putative class action complaint against AstraZeneca Pharmaceuticals L.P., AstraZeneca L.P.; and AstraZeneca UK Limited (collectively “AstraZeneca”); Handa Pharmaceuticals, LLC (“Handa”); and Par Pharmaceutical, Inc. (“Par”) (collectively, “Defendants”) alleging violations of Sections 1 and 2 of the Sherman Act and antitrust injuries flowing from an alleged agreement by AstraZeneca to, *inter alia*, make a large and unjustified payment to Handa/Par in exchange for Handa/Par’s promise to delay launching a less-expensive generic version of AstraZeneca’s Seroquel XR.¹ The DPPs allege antitrust violations stemming from AstraZeneca’s and Handa/Par’s alleged unlawful agreement not to compete in the market for its branded drug Seroquel XR. The DPPs allege that AstraZeneca made this alleged payment in the guise of settling patent infringement litigation involving its patent, U.S. Patent No. 5,948,437 (the “437 Patent”), and that they were injured by having to continue paying high prices for branded Seroquel XR (instead of buying Handa/Par’s affordable generic);

WHEREAS, since September 2019, six End-Payor Plaintiffs (“EPPs”) filed similar lawsuits emanating from the same nucleus of operative facts as the DPPs, but alleging violations of state consumer protection and antitrust acts. These actions (“End-Payor Class Actions”) are:


 *Law Enforcement Health Benefits Inc., et al. v. AstraZeneca Pharmaceuticals LP., et al.* (1:19-cv-08296-CM);²


 *Fraternal Order of Police, Miami Lodge 20, Insurance Trust Fund, et al. v. AstraZeneca Pharmaceuticals LP., et al.* (1:19-cv-08712-CM);


 *Mayor and City Council of Baltimore, et al v. AstraZeneca Pharmaceuticals LP., et al.* (1:19-cv-08856-CM);

¹ *JM Smith Corporation d/b/a, Smith Drug Company, et al v. AstraZeneca Pharmaceuticals, L.P., et al* (“JM Smith Corporation”) (1:19-cv-07233-CM).

² *Law Enforcement Health Benefits Inc.* also named Accord Pharmaceuticals, Inc. (“Accord”) as a Defendant.

 *Welfare Plan of the International Union of Operating Engineers Locals 137, 137A, 137B, 137C and 137R, et al. v. AstraZeneca Pharmaceuticals LP., et al.* (1:19-cv-09036);

 *Pipe Trades Services MN Welfare Fund, et al. v. AstraZeneca Pharmaceuticals L.P., et al.* (1:19-cv-09083); and

 *Sergeants Benevolent Association Health & Welfare Fund, et al. v. AstraZeneca Pharmaceuticals L.P., et al.*, (1:19-cv-09094).

WHEREAS, as of October 1, 2019, all Direct Purchaser and End-Payor Class Actions have been, or are pending assignment to the Honorable Colleen McMahon;

WHEREAS, as of October 1, 2019, with respect to the first-filed End-Payor Class Action, all Defendants had accepted service and agreed to answer, move under Rule 12, or otherwise respond by October 31, 2019 to an End-Payor Consolidated Amended Complaint (“CAC”) if filed on October 2, 2019;

WHEREAS, Defendants dispute the DPPs’ and the EPPs’ allegations and disagree that either group of Plaintiffs has stated a plausible claim for relief;

WHEREAS, in joining this Stipulation, Defendants do not thereby waive, and expressly reserve, all objections and defenses to these actions, including without limitation any objections and defenses as to personal jurisdiction and venue; and

WHEREAS, the Parties now respectfully request entry of a consolidation, and an interim case management order.

NOW, THEREFORE THE PARTIES HEREBY STIPULATE AS FOLLOWS:

A. Caption

1. All actions related to the End-Payor Class Actions filed in or transferred to this district, or to be filed or transferred, shall bear the following caption:

In re: Seroquel XR (Extended Release Quetiapine Fumarate) Litigation All End-Payor Class Actions	Lead Dkt. No. 1:19-cv-08296-CM
--	--------------------------------

B. Consolidation of End-Payor Class Actions

2. *Law Enforcement Health Benefits Inc., et al v. AstraZeneca Pharmaceuticals L.P., et al.*, 1:19-cv-08296-CM shall be designated the Lead End-Payor Class Action. A lead End-Payor Class Action file will be established for the End-Payor Class Actions and a docket sheet shall be maintained for that file which shall include all filings subsequently coordinated with the lead End-Payor Class Action.

3. The End-Payor Actions identified above, and any later-filed End-Payor actions, are hereby consolidated under Rule 42(a) for pretrial purposes. All pleadings relating to the End-Payor Class Actions shall bear the caption above, and be filed in the Lead Docket No. 1:19-cv-08296-CM. If additional end-payor class actions are filed in this district, or transferred to this Court, that purport to be brought on behalf of a class of end-payors of Seroquel XR, they shall be deemed part of the Consolidated Amended Complaint and consolidated unless an objection is filed within 14 days and the objection is sustained.

C. Schedule. The litigation shall proceed on the following interim schedule:

Event	Date
EPPs to file Consolidated Amended Complaint	October 2, 2019

Defendants to file any motions to dismiss, responses, or answers to EPP Consolidated Amended Complaint	October 31, 2019
Plaintiffs to file oppositions to any motions to dismiss	November 27, 2019
Defendants to file replies in support of any motions to dismiss	December 19, 2019
EPPs to file Motion for Appointment of Lead Counsel	October 3, 2019
Initial Conference with Court	November 8, 2019

Dated: October 1, 2019

Respectfully submitted by:

By: /s/ Benjamin M. Greenblum
Benjamin M. Greenblum
WILLIAMS & CONNOLLY LLP
650 Fifth Avenue, Suite 1500
New York, New York 10019
Tel.: (646) 949-2800
bgreenblum@wc.com

John E. Schmidtlein (*pro hac vice*
forthcoming)
Colette T. Connor (*pro hac vice*
forthcoming)
WILLIAMS & CONNOLLY LLP
725 Twelfth Street, N.W.
Washington, D.C. 20005
Tel.: (202) 434-5000
Fax: (202) 434-5029
jschmidtlein@wc.com
cconnor@wc.com

*Attorneys for Defendants AstraZeneca
Pharmaceuticals L.P., Astrazeneca L.P.,
AstraZeneca UK Limited*

By: /s/ Sharon K. Robertson
Sharon K. Robertson
Donna M. Evans (*pro hac vice*
forthcoming)
COHEN MILSTEIN SELLERS &
TOLL PLLC
88 Pine Street, 14th Floor
New York, NY 10005
Telephone: (212) 838-7797
Facsimile: (212) 838-7745
srobertson@cohenmilstein.com
devans@cohenmilstein.com

Archana Tamoshunas
Taus, Cebulash & Landau, LLP
80 Maiden Lane, Suite 1204
New York, NY 10038
212-931-0704
646-873-7651 (direct)
atamoshunas@tcclaw.com

*Counsel for the Mayor and City
Council of Baltimore and the Proposed
Class*

By: /s/ Christopher J. Marino
Christopher J. Marino (CM0532)
DAVIS MALM & D'AGOSTINE, P.C.
One Boston Place, 37th Floor
Boston, MA 02108
Tel.: (617) 367-2500
Fax: (617) 523-6215
cmarino@davismalm.com

Jason A. Levine (*pro hac vice*)
Craig P. Seebald (*pro hac vice*)
VINSON & ELKINS LLP
2200 Pennsylvania Avenue, N.W.
Suite 500W
Washington, D.C. 20037
Tel.: (202) 639-6755
Fax: (202) 879-8950
jlevine@velaw.com
cseebald@velaw.com

Laurel Fensterstock
VINSON & ELKINS LLP
666 Fifth Avenue
26th Floor
New York, N.Y. 10103
Tel.: (212) 237-0280
Fax: (917) 849-5312
lfensterstock@velaw.com

*Attorneys for Defendant Handa
Pharmaceuticals, LLC*

By: /s/ Brett J. Williamson
Brett J. Williamson (S.B. #5353925)
Andrew J. Frackman (S.B. #1751288)
O'MELVENY & MYERS LLP
Times Square Tower
7 Times Square
New York, NY 10036
Tel: (212) 326-2000
Fax: (212) 326-2061
bwilliamson@omm.com
afrackman@omm.com

Andre M. Davis, City Solicitor
Suzanne Sangree
City of Baltimore Department of Law
City Hall, Room 109
100 N. Holiday Street
Baltimore, MD 21202
Telephone: (443) 388-2190
Andre.Davis@baltimorecity.gov
Suzanne.Sangree2@baltimorecity.gov

*Counsel for Plaintiff the Mayor and
City Council of Baltimore*

/s/ Robert G. Eisler
Robert G. Eisler (RE 1398)
Deborah A. Elman (DE2310)
Chad B. Holtzman (*pro hac vice*
forthcoming)
Julia McGrath (*pro hac vice*
forthcoming)
GRANT & EISENHOFER P.A.
485 Lexington Avenue, 29th Floor
New York, NY
Tel: (646) 722-8500
Fax: (646) 722-8501
reisler@gelaw.com
delman@gelaw.com
choltzman@gelaw.com
jmcgrath@gelaw.com

*Counsel for Plaintiff Law Enforcement
Health Benefit and the Proposed End-
Payor Class*

/s/ Frank R. Schirripa
Frank R. Schirripa, Esq.
David R. Cheverie, Esq.
Daniel B. Rehns, Esq.
Hach Rose Schirripa & Cheverie LLP
112 Madison Avenue, 10th Floor
New York, NY 10016
Telephone: (212) 213-8311
Facsimile: (212) 779-0028
fschirripa@hrsclaw.com
dcheverie@hrsclaw.com

Benjamin G. Bradshaw (*pro hac vice*)
O'MELVENY & MYERS LLP
1625 Eye Street, NW
Washington, DC 20006
Tel: (202) 383-5300
Fax: (202) 383-5414
bbradshaw@omm.com

*Attorneys for Defendant Par
Pharmaceutical, Inc.*

By: /s/ Thomas J. Lang
Thomas J. Lang
HAYNES AND BOONE, LLP
800 17th St. NW, Suite 500
Washington, DC 20006
Tel: (202) 654-4521
Fax: (202) 654-4278
thomas.lang@haynesboone.com

*Attorney for Defendant Accord
Healthcare, Inc.*

drehns@hrsclaw.com

*Counsel for Plaintiff the Welfare Plan
of the International Union of Operating
Engineers Locals 137, 137A, 137B,
137C, and 137R and the Proposed End-
Payor Class*

Laurie Rubinow (Bar No: 5170014)
SHEPHERD, FINKELMAN, MILLER
& SHAH, LLP

52 Duane Street,
New York, NY 10007
Telephone: (860) 526-1100
Facsimile: (866) 300-7367
Email: lrubinow@sfmslaw.com

/s/ Jayne A. Goldstein
Jayne A. Goldstein
Natalie Finkelman Bennett
SHEPHERD, FINKELMAN, MILLER
& SHAH, LLP
35 East State St.
Media, PA 19063
Telephone: (610) 891-9880
Facsimile: (866) 300-7367
Email: jgoldstein@sfmslaw.com
nfinkelman@sfmslaw.com

*Counsel for Plaintiff Fraternal Order
of Police, Miami Lodge 20, Insurance
Trust Fund and the Proposed End-
Payor Class*

Thomas H. Burt
WOLF HALDENSTEIN ADLER
FREEMAN & HERZ LLP
270 Madison Avenue
New York, New York 10016
Tel: 212-545-4600
Fax: 212-545-4653
Email: burt@whafh.com

/s/ Heidi M. Siltan
Heidi M. Siltan

Karen Hanson Riebel
Jessica N. Servais
Kailey C. Mrosak
LOCKRIDGE GRINDAL NAUEN
P.L.L.P.
100 Washington Ave. S., Suite 2200
Minneapolis, MN 55401
Tel: (612) 339-6900
Fax: (612) 339-0981
hmsilton@locklaw.com
khriebel@locklaw.com
jnservais@locklaw.com
kcmrosak@locklaw.com

Kenneth A. Wexler
Justin N. Boley
WEXLER WALLACE LLP
55 W. Monroe, Suite 3300
Chicago, Illinois 60603
Tel: (312) 346-2222
Fax: (312) 346-0022
kaw@wexlerwallace.com
jnb@wexlerwallace.com


*Counsel for Pipe Trades Services MN
Welfare Fund and the Proposed End-
Payor Class*

/s/ Elizabeth Metcalf
Elizabeth Metcalf
Peter Safirstein
SAFIRSTEIN METCALF LLP
The Empire State Building
350 Fifth Avenue, Suite 5960
New York, New York 10118
Telephone: (212) 201-2845
EMetcalf@SafirsteinMetcalf.com
PSafirstein@SafirsteinMetcalf.com

*Counsel for Plaintiff Sergeants
Benevolent Association Health &
Welfare Fund and the Proposed End-
Payor Class*

IT IS SO ORDERED.

Dated: 2 October, 2019

By: 

Hon. Colleen McMahon
United States District Judge